

**NORCROS PLC (COMPANY)**

Minutes of a general meeting of the Company held at the offices of Addleshaw Goddard LLP, One St Peter's Square, Manchester, M2 3DE on 22 November 2017 at 10.00 a.m.

Present: Nick Kelsall (in the chair)  
Shaun Smith

In attendance: Richard Collins (Company Secretary)  
Roger Hart Addleshaw Goddard LLP  
Jamie Partridge Addleshaw Goddard LLP

**1 Preliminary**

- 1.1 A quorum being present, the chairman declared the meeting open.
- 1.2 The chairman reminded those present that the meeting had been duly convened to consider and, if thought fit, to pass the resolutions set out in the notice of general meeting dated 2 November 2017 (**Notice**). With the consent of the meeting, the Notice was taken as read.

**2 Resolutions**

- 2.1 The chairman proposed resolution 1 as set out in the Notice as an ordinary resolution. The resolution was put to the meeting and carried as a poll vote as an ordinary resolution.
- 2.2 The chairman proposed resolution 2 as set out in the notice as an ordinary resolution. The resolution was put to the meeting and declared carried as a poll vote as an ordinary resolution.
- 2.3 The chairman proposed resolution 3 as set out in the notice as a special resolution. The resolution was put to the meeting and declared carried as a poll vote as a special resolution.

**3 Close of meeting**

There being no further business, the chairman declared the meeting closed.



Chairman